

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11
:
Gawker Media LLC, *et al.*,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
:
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**ORDER APPROVING DEBTORS' MOTION FOR ENTRY OF AN ORDER PURSUANT
TO 11 U.S.C. §§ 365(a), FED. R. BANKR. P. 6006, AND LBR 6006-1 (I) AUTHORIZING
ASSUMPTION OF CERTAIN UNEXPIRED NONRESIDENTIAL REAL PROPERTY
SUBLEASE WITH SKILLSHARE, INC., (II) FIXING CURE AMOUNTS IN
CONNECTION THERETO, AND (III) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² of the above-captioned debtors (collectively, the "Debtors"), for an order, pursuant to section 365(a) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 6006 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 6006-1 of the Local Bankruptcy Rules for the Southern District of New York (the "Local Rules"), for entry of an order (i) authorizing assumption of the unexpired nonresidential real property sublease identified on Exhibit 1 hereto (the "Assumption Schedule"), (ii) fixing cure amounts in connection thereto, and (iii) granting related relief, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion.

proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as provided herein.
2. The Contract set forth on the Assumption Schedule annexed hereto is assumed as of the date hereof.
3. The Cure Amount in connection with the assumption of the Contract is \$0. The Debtors shall not be required to make further payment in connection with any default under the Contract listed on the Assumption Schedule.
4. The Debtors have provided adequate assurance of future performance of the Contract, and no further showing of adequate assurance is necessary.
5. Nothing in this order constitutes a waiver of any claims the Debtors may have against Skillshare, whether or not such claims are related to the Contract.
6. Notice of the Motion satisfies Bankruptcy Rule 6006 and Local Rule 6006-1.
7. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

8. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation and/or implementation of this Order.

Dated: New York, New York
December 1st, 2016

/s/ STUART M. BERNSTEIN
HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Assumption Schedule

ASSUMPTION SCHEDULE

Row	Contract Counterparty to the Contract/Lease to be assumed	Debtor Counterparty to the Contract/Lease to be assumed	Description of Contract or Lease and Nature of Debtor's Interest	Nature of Debtor Interest	Effective Assumption and Assignment Date	Cure Amount
1	Skillshare, Inc.	Gawker Media LLC	Sublease dated as of June 19, 2015 (as may have been amended, modified, or supplemented from time to time and in effect as of the date hereof) relating to 208-210 Elizabeth Street, New York, New York 10012, 3rd Floor, 4th Floor, and Roof Deck	Sublessor	Date that Proposed Order is entered	\$0.00